

## MITCHELL'S

Notice is hereby given that the 86th Annual General Meeting of Mitchell's Fruit Farms Limited will be held on February 26, 2019 on Tuesday at 11:00 a.m. at the Registered Office of the Company at 40-A, Zafar Ali Road, Gulberg-V Lahore to transact the following business:

### ORDINARY BUSINESS

1. To confirm the minutes of last Extra Ordinary General Meeting held on April 30, 2018.
2. To receive, consider and adopt the Annual Audited Accounts of the Company for the year ended September 30, 2018 together with the Directors' and Auditors' reports thereon.
3. To appoint auditors for the year ending September 30, 2019 and to fix their remuneration as suggested by the audit committee to the Board of Directors. The retiring auditors namely Messers A. F. Ferguson & Co. Chartered Accountants, being eligible, offer themselves for re-appointment.

### SPECIAL BUSINESS

4. To approve the service agreement executed with a financial institution for raising capital for the company, as and by way of passing the following ordinary resolution:

"RESOLVED THAT subject to all prior necessary approvals as stipulated by the regulatory authorities, the Company be and is hereby authorized to approve the service agreement executed with a financial institution for raising capital for the company."

FURTHER RESOLVED that the Company Secretary be and is hereby authorized to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution.

Statement U/S 134(3) (b) of the Companies Act, 2017 pertaining to the Special Business is attached.

### OTHER BUSINESS

5. To transact any other business which may be placed before the meeting with the permission of the chair.

BY ORDER OF THE BOARD

Rashid Butt  
Company Secretary

Lahore,  
February 05, 2019

### STATEMENT OF MATERIAL FACTS UNDER SECTION 134 (3) OF THE COMPANIES ACT, 2017

A statement required under this section relating to special business of agenda item no 4 is appended to the notice of meeting being sent to the shareholders of the company by post.

### NOTES

1. The Individual Members who have not yet submitted photocopy of their valid Computerized National Identity Card (CNIC) to the Company / Share Registrar, are once again reminded to send the same at the earliest directly to Company's Share Registrar, M/s Corplink (Private) Limited, Wings Arcade, 1-K (Commercial), Model Town, Lahore. The Corporate Entities are requested to provide their National Tax Number (NTN). Please give Folio Number with the copy of CNIC / NTN details. Reference is also made to the Securities and Exchange Commission of Pakistan (SECP) Notifications SRO 779 (I) dated August 18, 2011, and SRO 831 (I) 2012 dated July 05, 2012, which mandates that the dividend warrants should bear CNIC number of the registered member or the authorized person, except in case of minor(s) and corporate members.
2. The share transfer book of the Company will remain closed from February 19, 2019 to February 26, 2019 (both days inclusive). Transfers received in order (including deposit requests under CDS) at our Registrar's office Corplink (Private) Limited, Wings Arcade, 1-K (Commercial) Model Town, Lahore up to 01:00 p.m. on February 18, 2019 will be considered in time.
3. A member eligible to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies, in order to be effective, must be received by the Company at the Registered Office not later than 48 hours before the time meeting is scheduled for.
4. Duly completed instrument of proxy, and the other authority under which it is signed, or notorially a certified copy thereof, must be lodged with the Company Secretary at the Company's Registered Office (40-A, Zafar Ali Road Gulberg V, Lahore) at least 48 hours before the time of the meeting.
5. Shareholders are requested to immediately notify the change in their address, if any.

CDC Account Holders will further have to follow the under-mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan:

#### A. For Attending the Meeting:

i) In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his / her identity by showing his / her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

ii) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

#### B. For Appointing Proxies:

i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form accordingly.

ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

iii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

iv) The proxy shall produce his/her original CNIC at the time of meeting.

v) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted along with proxy form to the Company.

### Annual Accounts

Annual Accounts of the Company for the financial year ended September 30, 2018 have been placed on the Company's website - <http://www.mitchells.com.pk/> in addition to annual and quarterly financial statements for the current and prior periods.

→ Published in Business Recorder, Tuesday, Feb 5, 2019.

